UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK	Γ	
In re:	x :	Chapter 11
PURDUE PHARMA L.P., et al.,	:	Case No. 19-23649 (RDD)
Debtors. <sup>1</sup>	:	(Jointly Administered)
	X	

### STATEMENT OF FEES AND OUT-OF-POCKET EXPENSES OF PJT PARTNERS LP FOR THE PERIOD OF JUNE 1, 2022 THROUGH JUNE 30, 2022

PJT Partners LP ("<u>PJT</u>"), investment banker to the above-captioned debtors and debtors-in-possession (collectively, the "<u>Debtors</u>"), hereby submits its statement of fees and out-of-pocket expenses (the "<u>Monthly Fee Statement</u>") for the period of June 1, 2022 through June 30, 2022 (the "<u>Thirtieth Compensation Period</u>"), in accordance with the Procedures Order (as hereinafter defined). In support of this Monthly Fee Statement, PJT states as follows:

### I. Background

1. On September 15, 2019 (the "<u>Petition Date</u>"), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 <u>et seq.</u>, as amended (the "<u>Bankruptcy Code</u>").

<sup>&</sup>lt;sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.

- 2. On November 5, 2019, the Debtors filed the *Debtors' Application to Employ PJT Partners LP as Investment Banker* Nunc Pro Tunc *to the Petition Date* [Docket No. 430] (the "Retention Application"), pursuant to which the Debtors sought authority to retain and employ PJT as its investment banker pursuant to the terms of an engagement agreement (the "Engagement Agreement") dated May 6, 2019. A copy of the Engagement Agreement was attached to the Retention Application.
- 3. On November 21, 2019, this Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 529] (the "<u>Procedures Order</u>") establishing procedures for interim compensation and reimbursement of expenses for professionals.
- 4. On January 9, 2020, this Court entered the *Order Approving Debtors' Employment of PJT Partners LP as Investment Banker* Nunc Pro Tunc *to the Petition Date* [Docket No. 728] (the "Retention Order") approving the Retention Application and authorizing the retention and employment of PJT effective as of the Petition Date, pursuant to the terms of the Engagement Agreement.

### II. PJT's Request for Payment of Fees and Expenses

5. For the Thirtieth Compensation Period, PJT (a) earned monthly fees in the amount of \$225,000.00, and (b) in accordance with the Procedures Order, seeks payment in the amount of \$180,000.00 (representing 80% of the total amount of monthly fees earned by PJT during the Thirtieth Compensation Period). Although every effort has been made to include all out-of-pocket expenses incurred during the Thirtieth Compensation Period, some expenses might not be included in this Monthly Fee Statement due to delays caused in connection with the

accounting and processing of such expenses. Accordingly, PJT reserves the right to make further application to this Court for allowance of such out-of-pocket expenses incurred during the Thirtieth Compensation Period but not included herein.

6. An invoice detailing the monthly fees earned by PJT during the Thirtieth Compensation Period is attached hereto as <u>Appendix A</u>. A summary of the compensation earned during the Thirtieth Compensation Period is outlined below:

		Holdback @	
Thirtieth Compensation Period	Monthly Fee	20%	<b>Amount Due</b>
June 1 – 30, 2022	\$225,000.00	(\$45,000.00)	\$180,000.00

7. The amount of compensation sought in this Monthly Fee Statement and PJT's compensation practices are consistent with market practices both in and out of a bankruptcy context. PJT has never billed its clients based on the number of hours expended by its professionals. Accordingly, PJT does not have hourly rates for its professionals and PJT's professionals generally do not maintain detailed time records of the work performed for its clients. PJT has, however, maintained contemporaneous time records in one-half hour increments. Time records with respect to the 234.0 hours expended by PJT professionals in providing investment banking services to the Debtors during the Thirtieth Compensation Period are provided in Appendix B. A summary of the total amount of hours expended by PJT professionals is provided below:

Professional	June 2022
Jamie O'Connell	16.5
George South	3.0
Rafael Schnitzler	19.0
Tom Melvin	87.0
Jin Park	4.5
May Li	24.5
Lukas Schwarzmann	38.0
Christopher Fletcher	13.5
Joanna Lu	17.5
Arnold Jia	10.5
Total Hours	234.0

### III. Requested Relief

8. Pursuant to the Retention Order and the Procedures Order, with respect to PJT's monthly fees in the amount of \$225,000.00 earned during the Thirtieth Compensation Period, PJT hereby requests that the Debtors make the following payment to PJT:

 Monthly Fee
 \$225,000.00

 Less: 20% Holdback
 (45,000.00)

 Total Amount Due
 \$180,000.00

Dated: July 28, 2022 PJT PARTNERS LP

By: /s/ John James O'Connell III

John James O'Connell III Partner 280 Park Avenue New York, NY 10017

(212) 364-7800

APPENDIX A

## 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 6 of 20

### **PJT Partners**



225,000.00

Terrence Ronan Purdue Pharma LP 201 Tresser Boulevard Stamford, CT 06901-3431

Monthly Fee for the period of June 1, 2022 through June 30, 2022:

Less: Holdback @ 20% (45,000.00)

Total Amount Due<sup>(1)</sup> \$ 180,000.00

Invoice No. 10021680

(1) Expenses incurred, but not yet processed due to timing differences will be billed at a later date.

PJT Partners LP

Finance Department - 17th Floor 280 Park Avenue New York, NY 10017 212 364-7800

PJTUSInvoicing@pjtpartners.com

APPENDIX B

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 8 of 20 PJT PARTNERS LP

### PJT PARTNERS LP SUMMARY OF HOURS FOR THE PERIOD OF JUNE 1, 2022 THROUGH JUNE 30, 2022

Professional	Title	Hours
Jamie O'Connell	Partner	16.5
George South	Managing Director	3.0
Rafael Schnitzler	Managing Director	19.0
Tom Melvin	Vice President	87.0
Jin Park	Vice President	4.5
May Li	Associate	24.5
Lukas Schwarzmann	Analyst	38.0
Christopher Fletcher	Analyst	13.5
Joanna Lu	Analyst	17.5
Arnold Jia	Analyst	10.5
	Total	234.0

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 9 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Jamie O'Connell	06/01/22	1.0	Internal team meeting regarding financial analysis
Jamie O'Connell	06/02/22	0.5	Weekly update call with management and advisors
Jamie O'Connell	06/02/22	2.5	Financial analysis
Jamie O'Connell	06/03/22	0.5	Financial analysis
Jamie O'Connell	06/04/22	0.5	Correspondences regarding various matters
Jamie O'Connell	06/09/22	2.5	Board meeting
Jamie O'Connell	06/10/22	0.5	Internal team meeting regarding various matters
Jamie O'Connell	06/14/22	0.5	Call regarding fee application
Jamie O'Connell	06/15/22	0.5	Call with T. Melvin regarding fee application
Jamie O'Connell	06/15/22	1.0	Dialed into court hearing
Jamie O'Connell	06/15/22	0.5	Review and comment on draft presentation
Jamie O'Connell	06/16/22	0.5	Weekly update call with management and advisors
Jamie O'Connell	06/20/22	0.5	Call with T. Melvin regarding financial matter
Jamie O'Connell	06/20/22	0.5	Call with counsel regarding financial matter
Jamie O'Connell	06/21/22	0.5	Correspondences regarding various matters
Jamie O'Connell	06/21/22	1.5	Presentation to creditors and advisors
Jamie O'Connell	06/23/22	0.5	Weekly update call with management and advisors
Jamie O'Connell	06/23/22	0.5	Call with T. Melvin regarding financial matter
Jamie O'Connell	06/28/22	0.5	Internal team meeting regarding various matters
Jamie O'Connell	06/28/22	0.5	Correspondences regarding various matters
Jamie O'Connell	06/28/22	0.5	Review and comment on draft fee statement
		16.5	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 10 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
George South	06/14/22	0.5	Calls and emails with J. O'Connell and T. Melvin re upcoming fee hearing
George South	06/14/22	0.5	Call with DPW and T. Melvin re fee hearing
George South	06/14/22	0.5	Reviewed draft fee order and related emails
George South	06/15/22	1.0	Attended court hearing via Zoom
George South	06/15/22	0.5	Related follow-up emails to fee hearing
-		3.0	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 11 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
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Rafael Schnitzler	06/01/22	0.5	Call with internal team regarding business development analysis
Rafael Schnitzler	06/01/22	1.0	Review analysis related to business development activities
Rafael Schnitzler	06/02/22	0.5	Weekly update call with Company management and debtor advisors
Rafael Schnitzler	06/03/22	0.5	Review analysis related to business development activities
Rafael Schnitzler	06/06/22	1.0	Call with Company management and AlixPartners regarding business development analysis
Rafael Schnitzler	06/06/22	0.5	Call with internal team member to discuss upcoming meetings
Rafael Schnitzler	06/06/22	1.0	Review analysis related to business development activities
Rafael Schnitzler	06/09/22	3.0	Board meeting
Rafael Schnitzler	06/10/22	0.5	Call with internal team regarding analysis
Rafael Schnitzler	06/13/22	0.5	Call with Company management, DPW and AlixPartners to prepare for upcoming meeting
Rafael Schnitzler	06/16/22	0.5	Weekly update call with Company management and debtor advisors
Rafael Schnitzler	06/20/22	0.5	Call with internal team member to discuss upcoming meetings
Rafael Schnitzler	06/20/22	1.0	Review materials for upcoming meeting
Rafael Schnitzler	06/21/22	1.5	Update call with Company management, debtor advisors and creditor advisors and clients
Rafael Schnitzler	06/22/22	1.0	Review materials for upcoming meeting
Rafael Schnitzler	06/23/22	0.5	Weekly update call with Company management and debtor advisors
Rafael Schnitzler	06/23/22	1.0	Update call with Company management, debtor advisors and creditor advisors and clients
Rafael Schnitzler	06/27/22	1.0	Prepare and review materials related to strategic initiatives
Rafael Schnitzler	06/28/22	0.5	Meeting with internal team regarding various analyses
Rafael Schnitzler	06/28/22	0.5	E-mail correspondence with Company management related to various matters
Rafael Schnitzler	06/28/22	1.0	Preparation for meetings related to strategic initiatives
Rafael Schnitzler	06/29/22	1.0	Preparation for meetings related to strategic initiatives
		19.0	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 12 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Tom Melvin	06/01/22	1.0	Call with internal team regarding business development analysis
Tom Melvin	06/01/22	2.5	Prepare and review financial analysis related to business development activities
Tom Melvin	06/01/22	1.0	Review documents from Company management related to various analyses
Tom Melvin	06/01/22	0.5	E-mail correspondence with Company management related to upcoming meetings
Tom Melvin	06/02/22	0.5	Weekly update call with Company management and debtor advisors
Tom Melvin	06/02/22	0.5	Call with Company management regarding diligence materials
Tom Melvin	06/02/22	0.5	Call with internal team member related to various analyses
Tom Melvin	06/02/22	3.5	Prepare and review financial analysis related to business development activities
Tom Melvin	06/02/22	0.5	E-mail correspondence with Company management related to upcoming meetings
Tom Melvin	06/03/22	0.5	Call with internal team member related to various analyses
Tom Melvin	06/03/22	3.0	Prepare and review financial analysis related to business development activities
Tom Melvin	06/03/22	1.0	Review documents from Company management related to various analyses
Tom Melvin	06/03/22	0.5	E-mail correspondence with internal team related to analysis
Tom Melvin	06/06/22	1.0	Call with Company management and AlixPartners regarding business development analysis
Tom Melvin	06/06/22	0.5	Call with internal team member to discuss upcoming meetings
Tom Melvin	06/06/22	3.0	Prepare and review financial analysis related to upcoming meetings
Tom Melvin	06/06/22	0.5	Review materials for management related to business development
Tom Melvin	06/07/22	1.0	Weekly catch up call with creditor financial advisors
Tom Melvin	06/07/22	1.5	Prepare and review financial analysis related to upcoming meetings
Tom Melvin	06/08/22	0.5	Call with Company management regarding various matters
Tom Melvin	06/08/22	1.0	Review AlixPartners analysis related to possible business development activities
Tom Melvin	06/08/22	0.5	Review agenda for upcoming meeting
Tom Melvin	06/08/22	0.5	E-mail correspondence with internal team related to upcoming meetings
Tom Melvin	06/09/22	3.5	Board meeting
Tom Melvin	06/09/22	1.5	E-mail correspondence with Company management, AlixPartners and DPW regarding various matters
Tom Melvin	06/10/22	0.5	Call with internal team regarding analysis
Tom Melvin	06/10/22	0.5	Call with AlixPartners to discuss upcoming meetings
Tom Melvin	06/10/22	0.5	Review materials from management related to strategic initiatives
Tom Melvin	06/10/22	1.0	E-mail correspondence with Company management related to upcoming meetings
Tom Melvin	06/10/22	1.0	Prepare and review materials for upcoming meeting
Tom Melvin	06/13/22	0.5	Call with Company management, DPW and AlixPartners to discuss business development opportunity
Tom Melvin	06/13/22	0.5	Call with Company management, DPW and AlixPartners to prepare for upcoming meeting
Tom Melvin	06/13/22	0.5	Call with AlixPartners to discuss upcoming meetings
Tom Melvin	06/14/22	0.5	Call with internal team members to discuss various matters
Tom Melvin	06/14/22	0.5	Call with DPW regarding legal matter

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 13 of 20 PJT PARTNERS LP

Tom Melvin 06/14/22 2.0 Prepare and review strategy and agenda for upcoming meeting Tom Melvin 06/14/22 1.0 Review materials and updates from Company management related to strategic initiatives Tom Melvin 06/15/22 1.0 June omnibus court hearing Tom Melvin 06/15/22 0.5 Call with AlixPartners to discuss upcoming meetings Tom Melvin 06/15/22 0.5 Call with Internal team member to discuss various matters Tom Melvin 06/15/22 0.5 Call with Internal team member to discuss various matters Tom Melvin 06/15/22 0.5 Prepare and review of weekly update call agenda Tom Melvin 06/15/22 1.5 Prepare and review of weekly update call agenda Tom Melvin 06/15/22 1.5 Prepare and review materials for upcoming meetings Tom Melvin 06/16/22 0.5 Weekly update call with Company management and debtor advisors Tom Melvin 06/16/22 2.0 Review AlhzPartners analysis related to Plan cash flows Tom Melvin 06/16/22 2.0 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/16/22 0.5 Prepare and review materials for upcoming meeting Tom Melvin 06/17/2 2.5 Prepare and review materials for upcoming meeting Tom Melvin 06/17/2 1.0 E-mail correspondence with Company management and AlixPartners related to upcoming meetings Tom Melvin 06/18/22 1.5 Prepare and review materials for upcoming meeting Tom Melvin 06/18/22 0.5 E-mail correspondence with Company management related to various matters Tom Melvin 06/18/22 0.5 E-mail correspondence with Company management and AlixPartners related to upcoming meeting Tom Melvin 06/20/22 0.5 Call with internal team member to discuss usup supporting meeting Tom Melvin 06/20/22 0.5 Call with internal team member to discuss uspooning meeting Tom Melvi	Professional	Date	Hours	Explanation
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Tom Melvin 06/23/22 0.5 Call with internal team member to discuss upcoming meetings	Tom Melvin	06/23/22	1.5	
	Tom Melvin	06/23/22	1.0	Update call with Company management, debtor advisors and creditor advisors and clients
Tom Melvin 06/24/22 2.0 Review research and analysis related to Company management request	Tom Melvin	06/23/22	0.5	Call with internal team member to discuss upcoming meetings
	Tom Melvin	06/24/22	2.0	Review research and analysis related to Company management request

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 14 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Tom Melvin	06/24/22	0.5	E-mail correspondence with AlixPartners related to analysis
Tom Melvin	06/27/22	1.5	Review research and analysis related to Board request
Tom Melvin	06/27/22	1.0	Review material provided by AlixPartners related to Board request
Tom Melvin	06/28/22	0.5	Meeting with internal team regarding various analyses
Tom Melvin	06/28/22	1.0	Review materials from AlixPartners related to strategic initiatives
Tom Melvin	06/28/22	1.0	E-mail correspondence with AlixPartners related to analysis
Tom Melvin	06/28/22	1.0	Review materials from AlixPartners related to strategic initiatives
Tom Melvin	06/29/22	0.5	Meeting with internal team regarding ongoing research and analysis
Tom Melvin	06/29/22	1.5	Review research and analysis related to request from Board
Tom Melvin	06/29/22	1.0	E-mail correspondence with Company management related to strategic initiatives
Tom Melvin	06/29/22	1.0	Review AlixPartners analyses related to various matters
Tom Melvin	06/30/22	1.0	Review research and analysis related to request from Board
		87.0	•

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 15 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Jin Park	06/24/22	1.0	Financial analysis
Jin Park	06/27/22	0.5	Internal discussion
Jin Park	06/27/22	1.0	Preparing materials related to strategic initiatives
Jin Park	06/28/22	1.0	Preparing materials related to strategic initiatives
Jin Park	06/29/22	1.0	Preparing materials related to strategic initiatives
		4.5	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 16 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
May Li	06/21/22	0.5	New project catch up
-	06/21/22	1.0	Creditor update meeting
May Li			1
May Li	06/22/22	2.0	Review existing materials
May Li	06/23/22	2.0	Review existing materials
May Li	06/23/22	0.5	Junior team internal discussion
May Li	06/24/22	3.0	Financial analysis
May Li	06/27/22	2.0	Financial analysis
May Li	06/27/22	0.5	Internal discussion
May Li	06/27/22	2.5	Prepare materials related to strategic initiatives
May Li	06/28/22	1.0	Internal discussion
May Li	06/28/22	2.5	Prepare materials related to strategic initiatives
May Li	06/29/22	3.0	Prepare materials related to strategic initiatives
May Li	06/30/22	3.0	Prepare materials related to strategic initiatives
May Li	06/30/22	1.0	Org. materials
		24.5	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 17 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Lukas Schwarzmann	06/01/22	0.5	Internal discussion
Lukas Schwarzmann	06/01/22	3.0	Financial analysis
Lukas Schwarzmann	06/02/22	2.0	Financial analysis
Lukas Schwarzmann	06/02/22	1.0	Biweekly catch-up
Lukas Schwarzmann	06/02/22	0.5	Call with management
Lukas Schwarzmann	06/03/22	1.0	Financial analysis
Lukas Schwarzmann	06/06/22	0.5	Internal discussion
Lukas Schwarzmann	06/06/22	5.0	Financial analysis
Lukas Schwarzmann	06/07/22	1.0	Call with operational consultants
Lukas Schwarzmann	06/07/22	4.0	Financial analysis
Lukas Schwarzmann	06/08/22	2.0	Financial analysis
Lukas Schwarzmann	06/09/22	3.0	Financial analysis
Lukas Schwarzmann	06/10/22	0.5	Internal discussion
Lukas Schwarzmann	06/13/22	3.0	Financial analysis
Lukas Schwarzmann	06/14/22	4.0	Financial analysis
Lukas Schwarzmann	06/15/22	3.0	Financial analysis
Lukas Schwarzmann	06/16/22	1.0	Biweekly catch-up
Lukas Schwarzmann	06/21/22	1.0	Call with operational consultants
Lukas Schwarzmann	06/23/22	1.0	Biweekly catch-up
Lukas Schwarzmann	06/30/22	1.0	Biweekly catch-up
		38.0	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 18 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Christopher Fletcher	06/10/22	1.0	Financial analysis / Internal discussion
Christopher Fletcher	06/21/22	1.0	Internal discussion
Christopher Fletcher	06/21/22	1.0	Call with operational consultants
Christopher Fletcher	06/22/22	1.5	Financial analysis
Christopher Fletcher	06/23/22	1.0	Biweekly catch-up
Christopher Fletcher	06/24/22	4.0	Financial Analysis
Christopher Fletcher	06/28/22	0.5	Internal discussion
Christopher Fletcher	06/29/22	3.0	Internal discussion and due-diligence
Christopher Fletcher	06/29/22	0.5	Call with operational consultants
		13.5	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 19 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Joanna Lu	06/24/22	3.0	Financial modeling analysis
Joanna Lu	06/27/22	0.5	Internal discussion
Joanna Lu	06/27/22	2.0	Financial modeling discussion
Joanna Lu	06/27/22	2.0	Prepare materials related to strategic initiatives
Joanna Lu	06/28/22	1.0	Prepare materials related to strategic initiatives
Joanna Lu	06/28/22	2.0	Discussion related to materials preparation
Joanna Lu	06/28/22	2.0	Prepare materials related to strategic initiatives
Joanna Lu	06/29/22	5.0	Prepare materials related to strategic initiatives
		17.5	

# 19-23649-shl Doc 4985 Filed 07/28/22 Entered 07/28/22 12:43:44 Main Document Pg 20 of 20 PJT PARTNERS LP

Professional	Date	Hours	Explanation
Arnold Jia Arnold Jia Arnold Jia	06/28/22 06/29/22 06/30/22	0.5 3.0 7.0	Internal meeting Internal meeting and due diligence Market due diligence
	00/00/22	10.5	